



## NYSE Closed-end Management Investment Company Interim Affirmation

Issuer:

Symbol:

Notice of Non-compliance: ☐ Yes<sup>1</sup> ☐ No

**NOTE:** This form is to be used by a closed-end management investment company listed on the New York Stock Exchange (the "Exchange") and, pursuant to Section 303A.00 is subject to the requirements of Sections 303A.06, 303A.07(a), 303A.07(b), and 303A.12 of the NYSE Listed Company Manual (the "Manual").

### Part I.

**INSTRUCTIONS:** Issuers listed on the Exchange must comply with the corporate governance requirements set forth in Section 303A of the Manual. Please provide the following information for each director currently serving on the Issuer's board of directors and audit committee. Please indicate each audit committee member that has been deemed independent for purposes of Rule 10A-3(b)(1) of the Securities Exchange Act of 1934 ("Rule 10A-3(b)(1)").

### DIRECTOR DETAILS:

	<u>Director Name</u>	<u>Board Class</u>	<u>Term End</u>	<u>10A-3 Ind. (Y/N)<sup>2</sup></u>	<u>AC<sup>3</sup></u>	<u>Financial Literacy<sup>4</sup></u>
1.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="text"/>
2.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="text"/>
3.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="text"/>
4.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="text"/>
5.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="text"/>
6.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="text"/>
7.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="text"/>
8.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="text"/>
9.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="text"/>
10.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="text"/>
11.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="text"/>
12.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="text"/>
13.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="text"/>
14.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="text"/>
15.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="text"/>
16.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="text"/>
17.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="text"/>
18.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="text"/>
19.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="text"/>
20.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="checkbox"/>	<input type="text"/>

<sup>1</sup> If this document is serving as a non-compliance notification to the Exchange it must be executed by the Issuer's CEO.

<sup>2</sup> Independent for purposes of Rule 10A-3(b)(1)

<sup>3</sup> Serves on the Audit Committee

<sup>4</sup> FL = Financially Literate; NFL = Not Financially Literate; FME = NYSE Accounting/Financial Management Expertise; ACFE = SEC Audit Committee Financial Expert



Please provide the following information, if applicable, for each newly added or newly deemed independent audit committee member identified in the chart above. Alternatively, a reference to the location of the disclosure in the Issuer's public U.S. Securities and Exchange Commission ("SEC") filings can be provided.

- Brief biography.
- Share ownership in the Issuer.
- Brief description of any direct or indirect consulting, advisory, or other compensatory fee arrangement with the Issuer or any of its subsidiaries as specified in Rule 10A-3(b)(1)(iii)(A).
- Indication of whether the audit committee member is an "interested person" of the Issuer as specified in Rule 10A-3(b)(1)(iii)(B).

Part II.

**INSTRUCTIONS:** Please check the box next to the appropriate event(s) applicable to the Issuer and include a detailed description of each event checked below:

The Issuer hereby notifies the Exchange that, as of \_\_\_\_\_, the following event has occurred:

- ☐ An audit committee member who was deemed independent is no longer independent.
- ☐ An audit committee member who was not deemed independent is deemed independent.
- ☐ A director has been added to the Issuer's board.
- ☐ A director has left the Issuer's board.
- ☐ The composition of the Issuer's audit committee has changed.
- ☐ The Issuer or a member of its audit committee is eligible to rely on and is choosing to rely on a Rule 10A-3 exemption.
- ☐ The Issuer or a member of its audit committee is no longer eligible to rely on or is choosing to no longer rely on a previously applicable Rule 10A-3 exemption.



Part III.

**INSTRUCTIONS:**

☐

If the Issuer is non-compliant as a result of one of the affirmations in Part II or is non-compliant with Section 303A of the Manual for any other reason, please check this box and include the reason below.

I am an authorized officer by the Issuer and have the legal authority to provide the information and make the affirmations contained herein. I hereby certify that all information contained herein is true and correct to the best of my knowledge as of the date hereof.

Name of the Issuer:

By:

Title:

Date submitted:

Telephone number:

E-mail address:

Signature: /s/